

**CHOI & PARK, LLC**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**SEARS HOLDINGS CORPORATION, et al.,  
  
Debtors.<sup>1</sup>**

**Chapter 11**

**Case No. 18-23538 (RDD)**

**(Jointly Administered)**

**LIMITED OBJECTION OF WINIADAEWOO ELECTRONICS AMERICA, INC. TO  
DEBTORS' NOTICE OF ASSUMPTION AND ASSIGNMENT OF ADDITIONAL  
EXECUTORY CONTRACTS**

Winiadaewoo Electronics America, Inc. ("WEA"), by and through its undersigned counsel, hereby submits this Limited Objection ("Limited Objection") to the Debtors' Notice of Assumption and Assignment of Additional Executory Contracts (Docket 3397) (the "Assumption

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

and Assignment Notice”). This Limited Objection supplements WEA’s previously filed Limited Objection to Debtors’ Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sales Transaction (Docket 1809) (the “Initial Objection”). WEA respectfully states as follows in support of this Limited Objection and the Initial Objection:

1. WEA is a manufacturer and supplier of certain home appliance products.
2. On January 18, 2019, the Debtors served the Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sales Transaction which listed WEA’s contract as a contract that may be assumed and assigned in connection with the sale of certain assets by Debtors.
3. On January 25, 2019, WEA filed the Initial Cure Objection objecting to the stated (1) “Contract Executed Date”; (2) “Contract Expiration Date”; and (3) cure amount. See Docket No. 1809.
4. On April 26, 2019, Debtors’ filed the Assumption and Assignment Notice listing WEA’s Supply Agreement for Refrigeration Products (“Supply Agreement”), Amendment #1 to the Supply Agreement, and Amendment #2 to the Supply Agreement (collectively, “Supply Agreements”) as contracts buyer has designated for assumption and assignment. See Docket 3397.<sup>2</sup>
5. WEA does not object to the assumption and assignment of the Supply Agreements.
6. While the Assumption and Assignment Notice states that the “Cure amount resolved” as to the Supply Agreements, WEA’s §503(b)(9) administrative priority claim against the Debtors is still outstanding. The cure amount for this §503(b)(9) claim is \$6,164,992.61.

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<sup>2</sup> The Assumption and Assignment Notice incorrectly name WEA as “Daewoo Electronics Co. Ltd.”

The parties have resolved the cure amount concerning all other claims of WEA. See id. (Exh. 1, Ref# 64 to 67).

7. WEA reserves all rights under the Supply Agreements and applicable law including but not limited to the right to amend, supplement or modify this Limited Objection, to object to any proposed cure amount and to file appropriate pleadings in the future.

Dated: May 6, 2019

**CHOI & PARK, LLC**  
Attorneys for Creditor Winiadaewoo  
Electronics America, Inc.

/s/ Hyun Suk Choi  
Hyun Suk Choi, Esq.

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**Chapter 11**

**Case No. 18-23538 (RDD)**

**(Jointly Administered)**

**CERTIFICATE OF SERVICE**

I, Hyun Suk Choi, Esq., hereby certify that on May 6, 2019:

The Limited Objection of Winiadaewoo Electronics America, Inc. to the Debtors' Notice of Assumption and Assignment of Additional Executory Contracts was served on the following:

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

1. The parties requesting ECF notifications via the Court's CM/ECF case notification system;

2. All other parties requesting notice pursuant to Rule 2002 and in accordance with this Court's Amended Order Implementing Certain Notice and Case Management Procedures entered on November 1, 2018 [Docket No. 405];

3. The parties set forth below by regular, first class mail:

a. Chambers of the Honorable Judge Robert D. Drain  
United States Bankruptcy Court for the Southern District of New York  
300 Quarropas Street, Room 248  
White Plains, New York 10601

b. Sears Holdings Corporation  
3333 Beverly Road  
Hoffman Estates, Illinois 60179  
Attn: Stephen Sitley Esq.  
Luke J. Valentino, Esq.

c. Office of the United States Trustee for Region 2  
201 Varick Street, Suite 1006  
New York, New York 10014  
Attn: Paul Schwartzberg, Esq.

4. The parties set forth below by electronic mail:

a. Debtors  
Rob Riecker - rob.riecker@searshc.com  
Luke Valentino - luke.valentino@searshc.com  
Mohsin Meghji - mmeghji@miiipartners.com

b. Debtors' Counsel  
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c. Attorneys for Bank of America, N.A., administrative agent under the First Lien Credit Facility and the DIP ABL Agent  
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- h. Attorneys for The Bank of New York Mellon Trust Company, as successor trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes  
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- j. Attorneys for the Official Committee of Unsecured Creditors  
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Dated: May 6, 2019

**CHOI & PARK, LLC**  
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Electronics America, Inc.

/s/ Hyun Suk Choi  
Hyun Suk Choi, Esq.